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<u>I. Profession</u>	<u>Accrediting Agency or Jurisdiction</u>	<u>Date of Admission</u>
Attorney	State of New York	1976
	U.S. Federal Court for the Southern District of New York	1976

<u>II. Professional Organization</u>	<u>Date of Admission</u>	<u>Active/Inactive</u>
American Bar Association	1983 or earlier	Active
New York State Bar Association	1983 or earlier	Active
Association of the Bar of the City of New York	1983 or earlier	Active

III. General professional experience:

I have been a lawyer at Davis Polk & Wardwell from September 1975, shortly after graduating from law school, until the present. I was an Associate from September 1975 through December 1982, was a Partner from January 1, 1983 through December 31, 2002, and have been a Senior Counsel since January 1, 2003. I spent nearly 2 1/2 years in Davis Polk & Wardwell's Paris office from October 1978 until February 1981, and nearly 3 year's as managing Partner of the firm's Tokyo office from August 1998 until June 2001.

As a primarily transactional lawyer at Davis Polk & Wardwell, I worked in a variety of areas of corporate law, with most emphasis on secured and unsecured lending transactions, workouts and bankruptcies, joint ventures and capital markets (particularly derivatives and structured finance) transactions, in each case in both domestic and international contexts.

IV. General pertinent experience:

I have no direct experience in mediation, other than working in my capacity as a lawyer for parties to contractual disputes to help them resolve such disputes through settlement and not through litigation. My experience in the highly charged atmosphere of workouts and bankruptcies and in the area of international joint ventures, both of which put a premium on consensual resolution of complex issues, have prepared me well for being a

mediator, and I am eager to put my problem-solving skills to work in avoiding costly and time-consuming litigation in the bankruptcy context.

V. Mediation training:

CPR Institute for Dispute Resolution, "Mediator Training"

This was an intensive "how-to" course in mediation which was given by Michael Lewis and Linda Singer over days on January 28-30, 2004. The course consisted of several lectures, numerous demonstrations and a large number of role-playing exercises in which each student had opportunities to act as mediator and as one of the parties to a dispute. Although 21 hours of CLE credit were awarded, the total class and preparation time was considerably greater.

VI. Pertinent bankruptcy training:

I have been involved in workouts and bankruptcies since February 1981, starting with the financial restructuring of International Harvester Corporation (now Navistar International) and its finance subsidiary, International Harvester Credit Corporation, where I represented the bank lenders. Although this was a successful out-of-court restructuring, extensive bankruptcy planning was required in case the restructuring failed.

My first appearance in the Bankruptcy Court for the Southern District of New York was in the early 1980s, where I represented the agent for the bank lenders to Anglo Energy Limited. I was extensively involved in bankruptcy proceedings, and made numerous appearances, in this District as principal counsel to Lomas Financial Corporation and a number of its subsidiaries in their Chapter 11 proceedings from 1989 to 1991. I represented Lomas again in its Chapter 11 proceedings in the District of Delaware, from October 1995 through October 1996. Most recently, I represented the agents for the lenders in the Lodgian, Inc. Chapter 11 proceedings in this District, which culminated in a successful plan of reorganization in late 2002. Also in 2002, I was involved in the Chapter 11 proceedings of Napster, Inc. in the District of Delaware, in which I represented Bertelsmann, Inc., principal creditor and putative buyer of the assets of Napster.

I have been involved in various aspects of numerous other bankruptcy cases in various districts throughout the country, including a number of pre-packaged bankruptcies, generally representing bank lenders but also corporate clients. In most of these cases, my work was performed out of court, with any necessary court appearances being made by my litigation colleagues.

I also have extensive experience in international insolvencies and restructurings. I acted as the principal United States lawyer for Heron International N.V., an international real estate development company, in connection with its prepackaged multinational schemes of arrangement in the early 1980s. This complex restructuring was noteworthy for its adaptation of United States prepackaged bankruptcy techniques to the insolvency regimes of England and the Netherlands Antilles.

A related area in which I have practiced extensively is sovereign or quasi-sovereign workouts and restructurings. In the 1980s I was heavily involved in the Latin

American debt crisis, generally involving representation of bank lenders. Significant projects included representing lenders to Brazil and to agencies and instrumentalities of Mexico, Costa Rica and Nicaragua.

I have also devoted significant amounts of time to advising clients on the implications of bankruptcy and corporate law on derivatives transactions and structured finance transactions.

VII. General pertinent business or legal experience :

Apart from workouts and bankruptcies, I have spent significant time representing parties to numerous joint ventures, both in the United States and abroad. In the United States, I was the principal outside lawyer for Shell Corporation in connections with its North American refining and marketing joint venture with Texaco Inc. and a subsidiary of Saudi Aramco. In Japan, I represented numerous world-class financial institutions in connection with joint ventures in the financial services industry. My most significant project in this area was representing Nikko Securities in its world-wide joint venture and related arrangements with Salomon Smith Barney. Other significant projects in this field were representing Morgan Stanley in its retail brokerage joint venture with Sanwa Bank, Deutsche Bank in its joint marketing arrangements with Sakura Bank, JPMorgan in its mutual fund joint venture with Dai-Ichi Kangyo Bank.

In addition, I have represented lenders and borrowers in a wide variety of commercial loan transactions, including general borrowing facilities, leveraged buy-out loans and project financings, and public and private securities offerings primarily (but not exclusively) in the international securities markets.